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SURFACE TRANSPORTATION BOARD



August 6, 2007

Mr. Vernon Williams  
Recordations Unit  
Surface Transportation Board  
1925 K Street, N.W., Suite 715  
Washington, DC 20423-0006

Dear Mr. Williams:

Please find attached, one original of the Partial Release dated August 6, 2007 between the following two parties:

The David J. Joseph Company  
300 Pike Street  
Cincinnati, Ohio 45202

ICON Railcar  
100 Fifth Ave. 4<sup>th</sup> Floor  
New York, NY 10011

This filing is to appear in index as follows: Partial Release dated August 6, 2007, related to three hundred twenty-four (324) railcars bearing reporting marks within the series UFIX 13001-18055.

Please file this agreement as a secondary document under Recordation Number 24218-B as it relates to documents previously filed with the Surface Transportation Board under Recordation Numbers 24218 through 24218-A. The filing fee in the amount of \$35.00 can be charged to our account.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6062.

Sincerely,

THE DAVID J. JOSEPH COMPANY

Julie Woodard  
Documentation Assistant

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**PARTIAL RELEASE****SURFACE TRANSPORTATION BOARD**

This Partial Release is effective as of August 6, 2007 and filed with the Surface Transportation Board ("STB") by The David J. Joseph Company, a Delaware corporation ("Joseph").

WHEREAS, Joseph purchased certain railroad cars within the series UFIX 13001-18055 (the "Railcars") pursuant to a Purchase and Sale Agreement dated May 8, 2007 (the "Agreement") with ICON Railcar I LLC ("ICON");

WHEREAS, Joseph and ICON memorialized the Agreement by filing a Memorandum of Assignment and Assumption Agreement dated as of May 8, 2007 between Joseph and ICON (the "Memorandum of Assignment and Assumption") with the STB; and

WHEREAS, the Memorandum of Assignment and Assumption between Joseph and ICON was recorded with the STB on May 10, 2007 and assigned recordation number 26953;

WHEREAS, a previous Memorandum of Assignment and Assumption was recorded, but not released, between General Electric Railcar and ICON with recordation number 24218-A.

WHEREAS, such filing with recordation number 24218-A should have been released prior to sale by ICON of the Railcars to Joseph.

NOW THEREFORE, in consideration of the premises and mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt of which is hereby acknowledged, Joseph and ICON agree as follows:

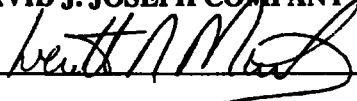
1. The Memorandum of Assignment and Assumption with recordation number 24218-A is hereby terminated. The parties hereby (a) release all rights, interests or claims to, and all liens and encumbrances upon, the Railcars under recordation number 24218-A.

2. The parties desire to execute this Partial Release for purposes of memorializing of record only the agreement regarding recordation number 24218-A set forth herein.

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IN WITNESS WHEREOF, this Partial Release has been duly executed by a duly authorized officer as of the date and year noted herein.

THE DAVID J. JOSEPH COMPANY


By: 

Title: Assistant Corporate Secretary

Date: August 6, 2007

State of OHIO )  
County of HAMILTON ) ss

The foregoing instrument was acknowledged before me this 6<sup>th</sup> day of August, 2007 by Everett N. Martin, the Assistant Corporate Secretary of The David J. Joseph Company, a Delaware corporation, on behalf of the said corporation.

  
Notary Public  
My Commission Has No Expiration

ANGELA DENISE WATTS  
Attorney at Law  
Notary Public, State of Ohio  
My Commission Has No Expiration  
Date Section 147.03 O.R.C.